

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
SAN ANTONIO DIVISION**

<b>IN RE:</b>	§	
	§	<b>Chapter 7</b>
<b>DEEPROOT CAPITAL MANAGEMENT, LLC, ET AL.,<sup>1</sup></b>	§	
	§	<b>Case No. 21-51523-MMP</b>
	§	
<b>Debtors.</b>	§	<b>Jointly Administered</b>

**AMENDED GLOBAL NOTES AND STATEMENT OF LIMITATIONS,  
METHODOLOGY, AND DISCLAIMERS REGARDING THE DEBTORS' SCHEDULES  
OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

Debtors deeproot Capital Management, LLC, *et al.* (the “Debtors”), as debtors in jointly administered above-captioned chapter 7 cases, with the assistance of their attorneys, are filing Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “Statements”) in the Bankruptcy Court for the Western District of Texas, San Antonio Division (the “Bankruptcy Court”) pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure.

These Amended Global Notes and Statements of Limitations, Methodology, and Disclaimers regarding the Debtors Schedules and Statements (collectively, the “Global Notes”) pertain to, are incorporated by reference in, and comprise an integral part of the Debtors’ Schedules and Statements. The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements.

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”), nor are they intended to be fully reconciled with the financial statements of the Debtors. Additionally, the Schedules and Statements contain unaudited information that is subject to further review, potential adjustment, and reflect the Debtors’ commercially reasonable efforts to report the assets and liabilities of the Debtors.

The information contained in the Schedules and Statements was prepared based on the best information available and to the Debtors’ knowledge and belief. The Debtors and their agents and attorneys do not guarantee or warrant the accuracy or completeness of the data that is provided herein and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, errors, or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained herein. While

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<sup>1</sup> The Debtors in these chapter 7 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Policy Services, Inc. (2864), Wizard Mode Media, LLC (3205), deeproot Pinball LLC (0320), deeproot Growth Runs Deep Fund, LLC (8046), deeproot 575 Fund, LLC (9404), deeproot 3 Year Bonus Income Debenture Fund, LLC (7731), deeproot BonusGrowth 5 Year Debenture Fund, LLC (9661), deeproot Tech LLC (9043), deeproot Funds LLC (9404), deeproot Studios LLC (6283), and deeproot Capital Management, LLC (2638).

commercially reasonable efforts have been made to provide accurate and complete information herein, inadvertent errors or omissions may exist. The Debtors and their agents and attorneys expressly do not undertake any obligation to update, modify, revise, or re-categorize the information provided herein, or to notify any third party should the information be updated, modified, revised, or re-categorized. In no event shall the Debtors or their agents and attorneys be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business, or lost profits), whether foreseeable or not and however caused, even if the Debtors or their agents and attorneys are advised of the possibility of such damages.

Manager Robert J. Mueller has signed each of the Schedules and Statements. Mr. Mueller is an authorized signatory for each of the Debtors. In reviewing and signing the Schedules and Statements, Mr. Mueller has relied upon unaudited, unreconciled financials and has had limited access to data and documents. Mr. Mueller has not (and could not have) personally verified the accuracy of each statement and representation contained in the Schedules and Statements, including statements and representations concerning amounts owed to creditors, classification of such amounts, and creditor addresses.

### **Global Notes and Overview of Methodology**

**1. Reservation of Rights.** Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, inadvertent errors or omissions may exist. The Debtors reserve all rights to (i) amend or supplement the Statement and Schedules from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the right to amend the Schedules and Statements with respect to claim (“Claim”) descriptions or designations; (ii) dispute or otherwise assert offsets or defenses to any Claim reflected in the Schedules and Statements as to amount, liability, priority, status or classification; (iii) subsequently designate any Claim as “disputed,” “contingent,” or “unliquidated,” or object to the extent, validity, enforceability, priority, or avoidability of any Claim. Any failure to designate a Claim in the Statement and Schedules as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by any of the Debtors that such Claim or amount is not “disputed,” “contingent,” or “unliquidated.” Listing a Claim does not constitute an admission of liability by the Debtors against which the Claim is listed. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to the Debtors’ chapter 7 cases, including, without limitation, issues involving Claims, substantive consolidation, defenses, equitable subordination, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation of rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph. Notwithstanding the foregoing, the Debtors shall not be required to update the Schedules and Statements except as may be required by applicable law.

**2. Description of the Case and “As Of” Information Date.** On December 9, 2021 (the “Petition Date”), the Debtors filed their voluntary petitions for relief under chapter 7 of the Bankruptcy Code. On December 20, 2021, an Order Granting Motion for Joint Administration [Dkt. No. 20]

was entered directing joint administration of the Debtors' chapter 7 cases. Notwithstanding the joint administration of the Debtors' cases for procedural purposes, each Debtor has filed its own Schedules and Statements.

Unless otherwise indicated, the asset information provided herein represents the asset data as of the close of business on December 31, 2020. Unless otherwise indicated, the liability information represents the liability data of the Debtors as of the close of business on December 31, 2020. The asset and liability data is unaudited, but the Debtors believe such data is the most accurate data available to the Debtors as of the Petition Date.

**3. Estimated Value of Assets.** Unless otherwise indicated, the asset data contained in the Schedules and Statements reflect book value as of July 8, 2021. Book values of assets prepared in accordance with GAAP generally do not reflect the current market value of the assets and may differ materially from the actual value of the underlying assets. Some asset values stated in the Schedules and Statements are estimates based on the best available information available to the Debtors. Unless otherwise noted, the asset values stated in the Schedules and Statements are not based on professional appraisals or any specific valuation methodology.

**4. Recharacterization.** Notwithstanding the Debtors' commercially reasonable efforts to properly characterize, classify, categorize, or designate certain Claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors may nevertheless have improperly characterized, classified, categorized, designated, or omitted certain items due to the complexity of the Debtors' financial statements and other factors. Accordingly, the Debtors reserve all their rights to re-characterize, reclassify, recategorize, re-designate, add, or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available. Disclosure of information in one or more Schedules, one or more Statements question, or one or more exhibits or attachments to the Schedules and Statements, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedules, Statement, exhibits, or attachments.

**5. Liabilities.** The Debtors has sought to allocate liabilities between themselves based on information currently available to the Debtors. As additional information becomes available, the allocation of liabilities between the Debtors may change. Accordingly, the Debtors reserve all their rights to amend, supplement, or otherwise modify their Statements and Schedules as is necessary or appropriate.

**6. Excluded Assets and Liabilities.** The Debtors may have inadvertently excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including, without limitation, other claims against vendors who could be holding pinball machine parts that belong to the Debtors, net operating loss tax characteristics ("NOLs"), accrued salaries, employee benefit accruals, and accrued accounts payable. In addition, certain immaterial assets and liabilities may have been excluded.

**7. Insiders.** For purposes of the Schedules and Statements, the Debtors defined "insiders" pursuant to section 101(31) of the Bankruptcy Code as: (a) directors; (b) officers; (c) persons in control of the Debtor; (d) relatives of the Debtors' directors, officers, or persons in control of the Debtors;

and (e) debtor/non-debtor affiliates of the foregoing. Persons listed as “insiders” have been included for informational purposes only and the inclusion of them in the Schedules and Statements, shall not constitute an admission that those persons are insiders for purposes of section 101(31) of the Bankruptcy Code. Moreover, the Debtors do not take any position with respect to: (a) any insider’s influence over the control of the Debtors; (b) the management responsibilities or functions of any such insider; (c) the decision making or corporate authority of any such insider; or (d) whether the Debtors or any such insider could successfully argue that he or she is not an “insider” under applicable law or with respect to any theories of liability or for any other purpose.

**8. Intellectual Property Rights.** Exclusion of any intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.

**9. Classifications.** Listing (a) a Claim on Schedule E/F as “priority,” or (b) a Claim on Schedule E/F as “unsecured” does not constitute an admission by the Debtors of the legal rights of the claimant or a waiver of the Debtors’ rights to recharacterize or reclassify such Claims or contracts or to setoff of such Claims.

**10. Claims Description.** Schedule E/F permits the Debtors to designate a Claim as “disputed,” “contingent,” and/or “unliquidated.” Any failure to designate a Claim on the Schedules and Statements as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by any Debtors that such amount is not “disputed,” “contingent,” or “unliquidated,” or that such Claim is not subject to objection. The Debtors reserve all their rights to dispute, or assert offsets or defenses to, any Claim reflected on their Schedules and Statements on any grounds, including liability or classification. Additionally, the Debtors expressly reserve all their rights to subsequently designate such Claims as “disputed,” “contingent” or “unliquidated.” Moreover, listing a Claim does not constitute an admission of liability by the Debtors.

**11. Causes of Action.** Despite making commercially reasonable efforts to identify all known assets, the Debtors may not have listed all its causes of action or potential causes of action against third parties as assets in the Statements and Schedules, including, without limitation, causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. The Debtors reserve all its rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross-claim, counterclaim, or recoupment and any claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertible directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law or in equity, or pursuant to any other theory of law (collectively, “Causes of Action”) they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any claims or Causes of Action or in any way prejudice or impair the assertion of such claims or Causes of Action.

**12. Summary of Significant Reporting Policies.** The following is a summary of significant reporting policies:

- **Undetermined Amounts.** The description of an amount as “unknown,” “unknown, investigating,” “cannot allocate,” “cannot value,” “N/A,” “TBD,” or “undetermined” is not intended to reflect upon the materiality of such amount.
- **Totals.** All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total maybe different than the listed total.
- **Liens.** Property and equipment listed in the Schedules and Statements are presented with any liens that may attach (or have attached) to such property and equipment, to the best of the Debtors’ knowledge, except that liens attaching to substantially all of the Debtors’ assets are not noted as to each and every asset listed.

**13. Currency.** Unless otherwise indicated, all amounts are reflected in U.S. dollars.

**14. Intercompany Payables and Receivables.** Intercompany receivables/payables are set forth on Schedules A/B and E/F, respectively. The listing by the Debtors of any account between a Debtor and any of its Debtor or non-debtor affiliates is a statement of what appears in each respective Debtor’s books and records as of December 31, 2020 and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, characterization, validity, or priority of such account. The Debtors take no position in these Schedules and Statements as to whether such accounts would be allowed as a Claim, an Interest, or not allowed at all. The Debtors and all parties in interest reserve all rights with respect to such accounts.

**15. Employee Addresses.** Employees and director addresses listed in the Schedules and Statements are the last known addresses provided to the Debtors.

**16. Debtor’s Address.** For the purposes of the Schedules and Statements, the Debtors’ address has been reported as the Debtor’s P.O. box in San Antonio, Texas.

**17. Global Notes Control.** In the event that the Schedules or Statements differ from any of the foregoing Global Notes, the Global Notes shall control.

**Specific Notes with Respect to the Debtors’ Schedules of Assets and Liabilities.** The Schedules neither purport to represent financial statements prepared in accordance with GAAP, nor are they intended to be fully reconciled with the financial statements of the Debtors. Additionally, the Schedules contain unaudited information that is subject to further review and potential adjustment and reflect each of the Debtor’s reasonable best efforts to report its assets and liabilities. Moreover, given, among other things, questions about the characterization of certain assets and the valuation and nature of certain liabilities, the Schedules and Statements are not an admission that the Debtors were solvent or insolvent as of the Petition Date or at any time before the Petition Date.

### **1. Schedule A/B, Part 3 – Accounts Receivable**

In an abundance of caution, this amended schedule includes an amount of accounts receivable owed by Mr. Mueller to Policy Services, Inc., as reflected on Policy Services, Inc.’s December 31,

2020 balance sheet. The Debtors note that the accounting that resulted in this entry on the balance sheet is currently under review and is subject to revision.

**2. Schedule A/B, Part 5 – Inventory, excluding agriculture assets**

The Debtors have limited access to certain records regarding the pinball machine and pinball parts inventories.

**3. Schedule A/B, Part 7 – Office furniture, fixtures, and equipment; and collectibles**

Current value is based on management's best estimate as of the Petition Date. The value provided on Schedules is the estimated total value of the assets. Values given were not split between the Debtors that jointly own the assets.

Fill in this information to identify the case:

Debtor name deeproot Tech, LLC

United States Bankruptcy Court for the:

Western District of Texas

Case number (if known): 21-51520

☒ Check if this is an amended filing

## Official Form 202

# Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

## Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *A Summary of Assets and Liabilities for Non-Individuals* (Official Form 206A-Summary)
- ☐ *Amended Schedule* \_\_\_\_\_
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 02/24/2022  
MM/ DD/ YYYY

X

/s/ Robert J. Mueller

Signature of individual signing on behalf of debtor

Robert J. Mueller

Printed name

Manager

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name	deeproot Tech, LLC
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United States Bankruptcy Court for the:

Western District of Texas

Case number (if known): 21-51520

☒ Check if this is an amended filing

## Official Form 206A/B

## Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

## Part 1: Cash and cash equivalents

- 1. Does the debtor have any cash or cash equivalents?**

☐ No. Go to Part 2.

☒ Yes. Fill in the information below.

**All cash or cash equivalents owned or controlled by the debtor**

**Current value of debtor's interest**

- ## 2. Cash on hand

- 3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

None

- 4. Other cash equivalents (Identify all)**

- #### 4.1 Check from U.S. Treasury

**\$63,307.54**

- 5. Total of Part 1**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

**\$63,307.54**

## Part 2: Deposits and prepayments

- 6. Does the debtor have any deposits or prepayments?**

☒ No. Go to Part 3.

☐ Yes. Fill in the information below.

**Current value of debtor's interest**

- 7. Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

None

**\$0.00**

Debtor deeproot Tech, LLC  
NameCase number (if known) 21-51520

None

**17. Total of Part 4**

Add lines 14 through 16 (including any additional sheets). Copy the total to line 83.

\$0.00**Part 5: Inventory, excluding agriculture assets****18. Does the debtor own any inventory (excluding agriculture assets)?**

- ☐ No. Go to Part 6.
- ☒ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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**19. Raw materials**

None

**20. Work in progress**

None

**21. Finished goods, including goods held for resale**

21.1 <u>pinball machines</u>	<u>12/31/2020</u> MM / DD / YYYY	<u>\$41,140.47</u>		<u>(Unknown)</u>
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**22. Other inventory or supplies**

22.1 <u>pinball parts</u>	<u>12/31/2020</u> MM / DD / YYYY	<u>(Unknown)</u>		<u>(Unknown)</u>
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**23. Total of Part 5**

Add lines 19 through 22 (including any additional sheets). Copy the total to line 84.

\$0.00**24. Is any of the property listed in Part 5 perishable?**

- ☒ No
- ☐ Yes

**25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

- ☒ No
- ☐ Yes

**26. Has any of the property listed in Part 5 been appraised by a professional within the last year?**

- ☒ No
- ☐ Yes

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

Debtor deeproot Tech, LLC  
NameCase number (if known) 21-51520**27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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**28. Crops — either planted or harvested**

None

**29. Farm animals** *Examples:* Livestock, poultry, farm-raised fish

None

**30. Farm machinery and equipment** (Other than titled motor vehicles)

None

**31. Farm and fishing supplies, chemicals, and feed**

None

**32. Other farming and fishing-related property not already listed in Part 6**

None

**33. Total of Part 6**

Add lines 28 through 32. Copy the total to line 85.

\$0.00**34. Is the debtor a member of an agricultural cooperative?**

- ☒ No
- ☐ Yes. Is any of the debtor's property stored at the cooperative?
- ☐ No
- ☐ Yes

**35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**

- ☒ No
- ☐ Yes

**36. Is a depreciation schedule available for any of the property listed in Part 6?**

- ☒ No
- ☐ Yes

**37. Has any of the property listed in Part 6 been appraised by a professional within the last year?**

- ☒ No
- ☐ Yes

**Part 7: Office furniture, fixtures, and equipment; and collectibles**

Debtor deeproot Tech, LLC  
NameCase number (if known) 21-51520**38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.
- ☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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**39. Office furniture**

39.1 <u>Cubicle Center</u>	<u>\$115,000.00</u>		<u>(Unknown)</u>
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Additional Page Total - See continuation page for additional entries

\$0.00**40. Office fixtures**

40.1 <u>Lockers/Cabinets</u>	<u>\$2,000.00</u>		<u>(Unknown)</u>
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**41. Office equipment, including all computer equipment and communication systems equipment and software**

41.1 <u>Work Benches</u>	<u>\$3,440.00</u>		<u>(Unknown)</u>
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Additional Page Total - See continuation page for additional entries

\$0.00**42. Collectibles** Examples: Antiques and figurines; paintings, prints or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

None

**43. Total of Part 7**

Add lines 39 through 42. Copy the total to line 86.

\$0.00**44. Is a depreciation schedule available for any of the property listed in Part 7?**

- ☒ No
- ☐ Yes

**45. Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- ☒ No
- ☐ Yes

**Part 8: Machinery, equipment, and vehicles****46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☐ No. Go to Part 9.
- ☒ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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Debtor deeproot Tech, LLC  
Name

Case number (if known) 21-51520

**47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles**

None

**48. Watercraft, trailers, motors, and related accessories** *Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels*

None

**49. Aircraft and accessories**

None

**50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

See exhibit labeled "Schedule A/B, Part 8, No. 50" for full list \$1,119,299.73 (Unknown)

**51. Total of Part 8**

Add lines 47 through 50. Copy the total to line 87.

\$0.00

**52. Is a depreciation schedule available for any of the property listed in Part 8?**

☒ No  
☐ Yes

**53. Has any of the property listed in Part 8 been appraised by a professional within the last year?**

☒ No  
☐ Yes

**Part 9: Real Property**

**54. Does the debtor own or lease any real property?**

☒ No. Go to Part 10.  
☐ Yes. Fill in the information below.

**General description**

Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available

**Nature and extent of debtor's interest in property**

**Net book value of debtor's interest**  
(Where available)

**Valuation method used for current value**

**Current value of debtor's interest**

**55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has interest**

None

**56. Total of Part 9**

Add the current value on lines 55.1 through 55.3 and entries from any addition sheets. Copy the total to line 88.

\$0.00

Debtor deeproot Tech, LLC  
Name

Case number (if known) 21-51520

57. Is a depreciation schedule available for any of the property listed in Part 9?  
☒ No  
☐ Yes
58. Has any of the property listed in Part 9 been appraised by a professional within the last year?  
☒ No  
☐ Yes

## Part 10: Intangibles and Intellectual Property

59. Does the debtor have any interests in intangibles or intellectual property?  
☒ No. Go to Part 11.  
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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60. Patents, copyrights, trademarks, and trade secrets

None

61. Internet domain names and websites

None

62. Licenses, franchises, and royalties

None

63. Customer lists, mailing lists, or other compilations

None

64. Other intangibles, or intellectual property

None

65. Goodwill

None

66. Total of Part 10

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. Do your lists or records include personally identifiable information of customers? (as defined in 11 U.S.C. §§ 101(41A) and 107)

☒ No  
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

☒ No  
☐ Yes

Debtor deeproot Tech, LLC  
Name

Case number (if known) 21-51520

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?
- ☒ No
- ☐ Yes

#### Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?
- ☐ No. Go to Part 12.
- ☒ Yes. Fill in the information below.

Current value of debtor's interest

71. Notes receivable

Description (include name of obligor)

None

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

None

73. Interests in insurance policies or annuities

None

74. Causes of action against third parties (whether or not a lawsuit has been filed)

74.1 Possible claims against Williams Crow Mask LLP

(Unknown)

Nature of Claim

Amount Requested (Unknown)

Additional Page Total - See continuation page for additional entries

\$130,249.00

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

None

76. Trusts, equitable or future interests in property

None

77. Other property of any kind not already listed Examples: Season tickets, country club membership

77.1 prototype "RAZA" pinball machine at Intertek

(Unknown)

78. Total of Part 11

Add lines 71 through 77. Copy the total to line 90.

\$130,249.00

Debtor deeproot Tech, LLC  
Name

Case number (if known) 21-51520

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No

☐ Yes

Debtor deeproot Tech, LLC  
Name \_\_\_\_\_

Case number (if known) 21-51520

**Part 12: Summary**

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	<u>\$63,307.54</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; collectibles. <i>Copy line 43, Part 7.</i>	<u>\$0.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.</i> .....		→ <u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$130,249.00</u>	
91. Total. Add lines 80 through 90 for each column.....	91a. <u>\$193,556.54</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92 .....		<u>\$193,556.54</u>

Debtor deeproot Tech, LLC  
Name \_\_\_\_\_Case number (if known) 21-51520**Additional Page**

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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**39. Office furniture - Continued**

39.2 Desks, Chairs, Cabinet Sets	\$91,049.00		(Unknown)
39.3 Warehouse Racks	\$20,800.00		(Unknown)
39.4 Work Tables	\$6,725.00		(Unknown)
39.5 Carts	\$3,250.00		(Unknown)
39.6 Breakroom Tables	\$7,100.00		(Unknown)
39.7 Conference Room Tables	\$5,200.00		(Unknown)

**41. Office equipment - Continued**

41.2 Security System	\$126,800.00		(Unknown)
41.3 Network/Servers	\$290,000.00		(Unknown)
41.4 VoIP Phones	\$4,000.00		(Unknown)
41.5 Gym Equipment	\$80,000.00		(Unknown)
41.6 Video Projectors	\$5,500.00		(Unknown)
41.7 Flat Screen TVs	\$2,400.00		(Unknown)
41.8 Soft Water/R-O System	\$10,000.00		(Unknown)
41.9 P/A System	\$1,500.00		(Unknown)
41.10 Water Filtration/Dispensing Units	\$1,500.00		(Unknown)
41.11 Pinball Machines	\$78,000.00		(Unknown)
41.12 3D Printers	(Unknown)		(Unknown)
41.13 Tools	\$56,500.00		(Unknown)
41.14 Desktops	\$50,000.00		(Unknown)
41.15 Laptops	\$27,000.00		(Unknown)
41.16 Monitors/Peripherals	\$17,500.00		(Unknown)

Current value of debtor's interest

**74. Causes of action against third parties (whether or not a lawsuit has been filed) - Continued****74.2 judgment against G-Force Technical, Ltd.**

Nature of Claim	judgment in Cause No. 2019-CI-122367; Bexar County, TX
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Amount Requested	\$130,249.00
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\$130,249.00

Debtor deeproot Tech, LLC  
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**Additional Page**

<p>Possible alter ego claims against Randy Geisler and his other 74.3 <u>businesses</u></p> <p>Nature of Claim <u>judgment enforcement</u></p> <p>Amount Requested <u>(Unknown)</u></p>	<p><u>(Unknown)</u></p>
<p>Possible malpractice claims against Carlile Patchen &amp; Murphy 74.4 <u>LLP</u></p> <p>Nature of Claim <u>possible malpractice claims</u></p> <p>Amount Requested <u>(Unknown)</u></p>	<p><u>(Unknown)</u></p>
<p>74.5 <u>Possible pinball inventory being held by Bass Computers Inc.</u></p> <p>Nature of Claim <u>Inventory</u></p> <p>Amount Requested <u>(Unknown)</u></p>	<p><u>(Unknown)</u></p>
<p>74.6 <u>Possible pinball inventory being held by Belford Electrics Inc.</u></p> <p>Nature of Claim <u>Inventory</u></p> <p>Amount Requested <u>(Unknown)</u></p>	<p><u>(Unknown)</u></p>
<p>74.7 <u>Possible pinball inventory being held by Bisco Industries</u></p> <p>Nature of Claim <u>Inventory</u></p> <p>Amount Requested <u>(Unknown)</u></p>	<p><u>(Unknown)</u></p>
<p>74.8 <u>Possible pinball inventory being held by Circle C Millwork</u></p> <p>Nature of Claim <u>Inventory</u></p> <p>Amount Requested <u>(Unknown)</u></p>	<p><u>(Unknown)</u></p>
<p>74.9 <u>Possible pinball inventory being held by Clark Perforating</u></p> <p>Nature of Claim <u>Inventory</u></p> <p>Amount Requested <u>(Unknown)</u></p>	<p><u>(Unknown)</u></p>
<p>74.10 <u>Possible pinball inventory being held by D&amp;W Incorporated</u></p> <p>Nature of Claim <u>Inventory</u></p> <p>Amount Requested <u>(Unknown)</u></p>	<p><u>(Unknown)</u></p>

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74.11 Possible pinball inventory being held by DEZE Technology (Unknown)

Nature of Claim Inventory

Amount Requested (Unknown)

Possible pinball inventory being held by Dillmeier Glass (Unknown)  
74.12 Company

Nature of Claim Inventory

Amount Requested (Unknown)

Possible pinball inventory being held by Elite Manufacturing (Unknown)  
74.13 Technologies

Nature of Claim Inventory

Amount Requested (Unknown)

74.14 Possible pinball inventory being held by EMF Audio (Unknown)

Nature of Claim Inventory

Amount Requested (Unknown)

74.15 Possible pinball inventory being held by Global Industrial (Unknown)

Nature of Claim Inventory

Amount Requested (Unknown)

Possible pinball inventory being held by H A Guden Company (Unknown)  
74.16 Inc.

Nature of Claim Inventory

Amount Requested (Unknown)

74.17 Possible pinball inventory being held by Hafele America Co (Unknown)

Nature of Claim Inventory

Amount Requested (Unknown)

74.18 Possible pinball inventory being held by JFC Industrial (Unknown)

Nature of Claim Inventory

Amount Requested (Unknown)

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Name \_\_\_\_\_Case number (if known) 21-51520**Additional Page**

Possible pinball inventory being held by Kang Yang	(Unknown)
74.19 <u>International</u>	
Nature of Claim <u>Inventory</u>	
Amount Requested <u>(Unknown)</u>	
74.20 <u>Possible pinball inventory being held by McMaster-Carr</u>	(Unknown)
Nature of Claim <u>Inventory</u>	
Amount Requested <u>(Unknown)</u>	
74.21 <u>Possible pinball inventory being held by Nappco Fastener Co</u>	(Unknown)
Nature of Claim <u>Inventory</u>	
Amount Requested <u>(Unknown)</u>	
Possible pinball inventory being held by Northern Precision	(Unknown)
74.22 <u>Plastics</u>	
Nature of Claim <u>Inventory</u>	
Amount Requested <u>(Unknown)</u>	
74.23 <u>Possible pinball inventory being held by PCB Cart</u>	(Unknown)
Nature of Claim <u>Inventory</u>	
Amount Requested <u>(Unknown)</u>	
74.24 <u>Possible pinball inventory being held by Poly Electronics</u>	(Unknown)
Nature of Claim <u>Inventory</u>	
Amount Requested <u>(Unknown)</u>	
Possible pinball inventory being held by Professional	(Unknown)
74.25 <u>Distribution Center</u>	
Nature of Claim <u>Inventory</u>	
Amount Requested <u>(Unknown)</u>	
74.26 <u>Possible pinball inventory being held by Sager Electronics</u>	(Unknown)
Nature of Claim <u>Inventory</u>	
Amount Requested <u>(Unknown)</u>	

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74.27 Possible pinball inventory being held by San Antonio Foam Fabricators (Unknown)  
Nature of Claim Inventory  
Amount Requested (Unknown)

74.28 Possible pinball inventory being held by Shenzhen Jirong International Trade Co. (Unknown)  
Nature of Claim Inventory  
Amount Requested (Unknown)

74.29 Possible pinball inventory being held by Super Bright LEDs (Unknown)  
Nature of Claim Inventory  
Amount Requested (Unknown)

74.30 Possible pinball inventory being held by Titan Pinball (Unknown)  
Nature of Claim Inventory  
Amount Requested (Unknown)

74.31 Possible pinball inventory being held by Trumpower (Unknown)  
Nature of Claim Inventory  
Amount Requested (Unknown)

deeproot Tech Equipment Inventory 7.8.2021

Equipment Name - Description	S/N	Yr Built	Yr Acquired	Purchase Price	Condition
Four Head CNC Router		2018	2018	\$12,760.00	Used
Dust Collector		2018	2018	\$1,489.00	Used
Dual CNC Laser		2018	2018	\$31,880.00	Used
Heavy Guage Vacuum Forming Machine		2018	2018	\$14,449.00	Used
Heavy Duty Manually Operated Box and Pan Brake Bender	31722	2018	2018	\$6,593.00	Used
30" 3-in-1 Sheet Metal Machine	2016110	2016	2018	\$1,470.00	Used
12" x 36" Gear-Head, Cam Lock Spindle, Lathe		2018	2019	\$4,595.00	Used
TIG Welder		2018	2018	\$3,093.66	Used
20-Ton Double-Pump Press		2018	2018	\$395.00	Used
Electric Air Compressor — 5 HP, 230 Volt, 1-Phase, 60-Gallon Vertical	CBV546794	2018	2018	\$1,099.99	Used
30 Gal. 175 PSI Oil Lubed Belt Drive Portable Vertical Electric Air Compressor		2018	2018	\$499.00	Used
Pallet Jack Truck	N/A	2019	2019	\$299.00	Used
30 Watt Laser Marking Machine w/ Cyclops System and Fume Extraction		2020	2020	\$14,500.00	Like New
Stencil Screen Printing Machine	9235		2018	\$54,875.00	Used
Pick-n-Place Machine	CR-0239-EB		2018		Used
Reflow Oven	QMS-1	1999	2018		Used
Selective Solder Machine	100551	2006	2018		Used
8000 LB Capacity Forklift	N005V03439E	2007	2021	\$25,489.00	Used
Automated Coating Spray System			2019	\$377,847.00	Like New
Large CNC Industrial Sander			2019	\$230,000.00	Used
Dust Collector		2019	2019	\$12,292.00	New
Oil less Air Compressor			2020	\$16,687.00	New
Oiled Air Compressor			2020	\$16,426.00	New
Large Water/Oil Coalescer Filter/Receiver/etc.	N/A		2020	\$3,712.08	New
Pallet Jack Truck	N/A	2020	2020	\$299.00	Used
Industrial CNC Router	14300	2021	2021	\$97,000.00	New
Industrial CNC Router	14301	2021	2021	\$168,000.00	New
Heavy Duty Dual Drum Sander		2020	2020	\$3,133.00	Like New
Dust Collector		2019	2019	\$12,292.00	New

\$1,111,174.73